SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-QSB

[X] QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the Quarterly period ended February 29, 2004

[] TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE EXCHANGE ACT

For the transition period from ___________ to _____________

Commission file number 000-25335

ELGRANDE.COM, INC.
(Exact name of registrant as specified in its charter)

Nevada	88-0409024
(State or other jurisdiction of incorporation or organization)	(IRS Employer Identification No.)

1450 Kootenay Street, Vancouver, B.C.
V5K 4R1 Canada
(Address of principal executive offices)

(604) 689-0808
(Issuer's telephone number)

The number of shares outstanding of each of the issuer's classes of common equity as of the latest practicable date:

Class	February 29, 2004
Common stock, $ 0.001 par value	11,559,622

ELGRANDE.COM, INC.
FORM 10-QSB
For the Quarterly period ended February 29, 2004

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PART I. FINANCIAL INFORMATION

Item 1 - Financial Statements

ELGRANDE.COM INC.
CONSOLIDATED BALANCE SHEETS

	February 29, 2004 (Unaudited)	May 31, 2003
ASSETS		
CURRENT ASSETS		
Cash	$ 51,486	$ 20,602
Accounts receivable	152,679	93,918
Deposits and prepaid expenses	6,476	62,089
Inventory	186,514	63,037
Employee expense advances	11,758	5,055
GST tax refundable	52,387	11,390
TOTAL CURRENT ASSETS	461,300	256,091
PROPERTY AND EQUIPMENT		
Computer hardware	104,272	97,972
Furniture and fixtures	72,751	62,591
Database and software	545,645	545,645
Less accumulated depreciation and amortization	(683,411)	(611,391)
TOTAL PROPERTY AND EQUIPMENT	39,257	94,817
OTHER ASSETS		
Deposits	29,304	11,448
TOTAL OTHER ASSETS	29,304	11,448
TOTAL ASSETS	$ 529,861	$ 362,356
LIABILITIES & STOCKHOLDERS' EQUITY (DEFICIT)		
CURRENT LIABILITIES		
Accounts payable	$ 537,816	$ 480,386
Accrued liabilities	554,278	316,966
Accrued interest	18,969	9,284
Debentures	167,576	128,096
Loans payable	246,773	896,406
Debentures and loans payable, related parties	201,762	261,202
TOTAL CURRENT LIABILITIES	1,727,174	2,092,340
COMMITMENTS AND CONTINGENCIES	-	10,000
STOCKHOLDERS' EQUITY (DEFICIT)		
Common stock, 200,000,000 shares authorized, $.001 par value; 11,559,622 and 3,540,282 shares issued and outstanding, respectively	11,555	3,540
Stock options and warrants	400,877	708,244
Additional paid-in capital	8,401,519	5,899,845
Accumulated deficit	(9,410,323)	(8,345,618)
Stock subscriptions	(580,000)	
Accumulated other comprehensive income (loss)	(20,941)	(5,995)
TOTAL STOCKHOLDERS' EQUITY (DEFICIT)	(1,197,313)	(1,739,984)
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)	$ 529,861	$ 362,356

See Notes to Interim Financial Statements

ELGRANDE.COM INC.
CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS

		Three Months Ended February 29, 2004 (unaudited)	Three Months Ended February 28, 2003 (unaudited)	Nine Months Ended February 29, 2004 (unaudited)	Nine Months Ended February 28, 2003 (unaudited)
R E V E N U E S					
Product sales	$	244,316	19,317	685,558	36,322
Commissions		-	-	-	462
		244,316	19,317	685,558	36,784
COST OF REVENUES		185,319	12,733	483,107	24,567
GROSS PROFIT (LOSS)		58,997	6,584	202,451	12,217
E X P E N S E S					
Consulting fees		12,337	136,174	132,144	292,867
Selling expense		50,218	-	161,567	-
Legal and professional fees		30,047	4,060	51,663	198,597
Salaries		156,600	-	378,361	-
Depreciation and amortization		(1,160)	19,521	75,780	89,038
Office and administration		86,567	55,618	211,825	226,400
Bad debt		-	-	-	17,585
Travel and entertainment		30,787	15,719	69,154	32,358
Marketing and public relations		48,924	3,489	135,465	10,851
TOTAL OPERATING EXPENSES		414,320	234,581	1,215,959	867,696
LOSS FROM OPERATIONS		(355,323)	(227,997)	(1,013,508)	(855,479)
OTHER INCOME (EXPENSE)					
Interest expense		(32,966)	(19,155)	(51,197)	(19,155)
TOTAL OTHER INCOME (EXPENSE)		(32,966)	(19,155)	(51,197)	(19,155)
NET LOSS		(388,289)	(247,152)	(1,064,705)	(874,634)
OTHER COMPREHENSIVE INCOME					
Foreign currency translation gain (loss)		(14,946)	6,057	(14,946)	2,359
COMPREHENSIVE LOSS	$	(403,235)	(241,095)	(1,079,651)	(872,275)
BASIC AND DILUTED NET LOSS PER COMMON SHARE	$	(0.03)	(0.07)	(0.10)	(0.28)
WEIGHTED AVERAGE NUMBER OF COMMON STOCK SHARES OUTSTANDING, BASIC AND DILUTED		11,406,031	3,364,967	11,201,243	3,124,807

See Notes to Interim Financial Statements

ELGRANDE.COM INC.
CONSOLIDATED STATEMENT OF CASH FLOWS

		Nine Months Ended February 29, 2004 (unaudited)	Nine Months Ended February 28, 2003 (unaudited)
Cash flows from operating activities:			
Net loss	$	(1,064,705)	(874,634)
Adjustments to reconcile net loss			
to net cash used by operating activities:			
Services paid by issuance of common stock and options		166,640	162,272
Stock issued for rent		2,400	
Depreciation and amortization		76,940	89,038
Bad debt expense		-	17,585
Increase in:			
Accounts receivable		(58,761)	(13,055)
Inventory		(123,477)	(39,281)
Employee advance receivable		(6,703)	-
Other assets		(14,616)	6,773
Accrued liabilities		237,312	112,038
Accrued interest		9,685	4,824
Accounts payable		57,430	52,145
Net cash used in operating activities		(717,855)	(482,295)
Cash flows from investing activities:			
Deposits		(17,856)	-
Purchase of property and equipment		(16,460)	(1,500)
Net cash used in investing activities		(34,316)	(1,500)
Cash flows from financing activities:			
Proceeds from loans		123,415	556,416
Proceeds from loans, related party		161,762	44,685
Repayment of loans			(34,294)
Issuance of stock		420,000	-
Net cash provided by financing activities		705,177	566,807
Net increase (decrease) in cash		(46,994)	83,012
Foreign currency translation gain (loss)		3,275	2,765
Cash, beginning of period		95,205	9,428
Cash, end of period	$	51,486	95,205
SUPPLEMENTAL DISCLOSURES:			
Cash paid for interest and income taxes:			
Interest	$	32,148	(9,660)
Income taxes	$	-	-
NON-CASH INVESTING AND FINANCING ACTIVITIES:			
Services paid by issuance of stock and options	$	166,640	162,272
Stock issued for debt	$	1,613,282	-
Stock issued for rent	$	2,400	-

See Notes to Interim Financial Statements

The financial statements have been prepared in accordance with generally accepted accounting principles for the interim financial information with the instructions to Form 10-Q and Rule 10-01 of Regulation S-X. Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. In the opinion of the Company's management, all adjustments (consisting of only normal accruals) considered necessary for a fair presentation have been included.

For further information refer to the financial statements and notes thereto included in the Company's Annual Report on Form 10-KSB for the year ended May 31, 2003.

The accompanying financial statements have been prepared on a going concern basis, which contemplates the realization of assets and satisfaction of liabilities in the normal course of business. The Company has suffered material recurring losses from operations since inception. At February 29, 2004 the Company has a working capital deficit of $1,330,019, an accumulated deficit of $9,410,323 and negative cash flows from operations. These factors raise substantial doubt about the Company's ability to continue as a going concern.

Continuation of the Company is dependent on achieving sufficiently profitable operations and obtaining additional financing. Management has and is continuing to raise additional capital from various sources. The Company has developed a wholesale division which sources unique home décor items from Europe and Asia for distribution in North America. There can be no assurances that the Company will be successful in raising additional capital. The financial statements do not include any adjustment relating to the recoverabilit y and classification of assets and liabilities that might be necessary should the Company be unable to continue as a going concern.

Paul Morford resigned as officer and director effective December 18, 2003.

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Revenue and Cost Recognition

The Company recognized revenue for product sales when the products are shipped and title passes to customers.

Cost of sales consists of the purchase price of products sold, inbound and outbound shipping charges and packaging supplies.

Accounts Receivable

The Company carries its accounts receivable at cost. The Company has not carried accounts receivable in the past and is in the process of developing a policy for recognizing doubtful accounts.

The Company's policy is to accrue interest on trade receivables 30 days after Invoice date. A receivable is considered past due if the Company does not receive payment within 30 days.

Inventories

Inventory at February 29, 2004 consists of a variety of home-décor products. Inventories are recorded using the specific identification method and valued at the lower of cost or market value. Inventory consisting of manufactured products are recorded using the first in first out method and valued at the lower of cost or market value.

NOTE 2 - COMMON STOCK AND WARRANTS

During the nine months ended February 29, 2004, the Company issued 4,241,286 shares of common stock for debt and services valued at $1,268,349. All stock was issued at its fair market value at the date of grant.

In August 2003 the Company effected a 10 for 1 reverse split of the company's capital stock. As result of the reverse split, the Company's authorized common stock decreased from 200,000,000 to 20,000,000 shares. Capital restructuring was a necessary step in order to enable the Company to raise additional funding to support and grow the business.

Warrants previously issued (2,906,450) were exercised for 1,089,616 shares of Common stock in a 'cashless' redemption.

All references to stock, options and warrants have been restated to reflect the reverse stock split.

NOTE 3 - STOCK OPTIONS

During the previous fiscal year ended May 31, 2003 the Company's board of directors approved the Elgrande.com, Inc. 2003 Stock Options Plan. The Company may issue up to 5,000,000 common stock options with a maximum per share price of $0.05.

During the three months ended February 29, 2004, the Company did not issue any stock options from this plan.

The following is a summary of stock option activity:

	Number of Shares	Weighted Average Exercise Price
Outstanding at 5-31-02	365,500	$ 6.10
Granted	-	-
Exercised	-	-
Forfeited	-	-
Outstanding at 5-31-03	365,500	$ 6.10
Granted	2,906,450	-
Exercised	(2,906,450)	-
Forfeited	-	-
Outstanding at 2-29-04	365,500	$ 6.10
Options exercisable at 2-29-04	365,500	$ 6.10

NOTE 4 - NOTES AND DEBENTURES PAYABLE

Short-term Notes

During the three months ended February 29, 2004, the Company's officers loaned the Company $6,897 to fund continuing operations. During the three months ended February 29, 2004, the Company also received a short-term loan of $30,874 from an individual with no interest.

NOTE 5 - INVESTMENT IN EUROPEAN SUBSIDIARY

In the quarter ended August 31, 2002, the Company invested $100,000 in its wholly owned European subsidiary, Elgrande Europe AG, stock of which has a par value of one euro. The subsidiary was created to provide an operating presence in Europe. At February 29, 2004, there were no sales activity recorded in the European Company. Elgrande Europe AG has been consolidated in these financial statements.

NOTE 6 – INVESTMENT IN BISCAYNE BAY TRADING CORPORATION

In the quarter ended November 30, 2003, the Company acquired Biscayne Bay Trading Corporation for 35,000 shares of restricted common stock. Two million Shares are held in escrow for future borrowings for debenture agreements.

Item 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATION

Cautionary Statement Regarding Forward-Looking Statements

This quarterly report contains forward-looking statements as that term is defined in the Private Securities Litigation Reform Act of 1995. These statements relate to future events or our future financial performance. Some discussions in this report may contain forward-looking statements that involve risk and uncertainty. A number of important factors could cause our actual results to differ materially from those expressed in any forward-looking statements made by us in this report. Forward-looking statements are often identified by words like: "believe", "expect", "estimate", "anticipate", "intend", "project" and similar expressions or words which, by their nature, refer to future events.

In some cases, you can also identify forward-looking statements by terminology such as "may", "will", "should", "plans", "predicts", "potential" or "continue" or the negative of these terms or other comparable terminology. These statements are only predictions and involve known and unknown risks, uncertainties and other factors that may cause our actual results, levels of activity, performance or achievements to be materially different from any future results, levels of activity, performance or achievements expressed or implied by these forward-looking statements.

Although we believe that the expectations reflected in the forward-looking statements are reasonable, we cannot guarantee future results, levels of activity or achievements. Except as required by applicable law, including the securities laws of the United States, we do not intend to update any of the forward-looking statements to conform these statements to actual results.

RESULTS OF OPERATIONS

Comparison of the three months ended February 29, 2004 and February 28, 2003.

In November 2002 we launched our wholesale division, European Sources Direct (ESD). Since then, we have established wholesale sales representation in key U.S. and Canadian regional giftware and home d{e'}cor wholesale centers. We have secured certain exclusive corporate and wholesale distribution rights for products within the USA, Canada and Mexico.

For the quarter ended February 29, 2004, we had revenues of $244,316 versus $19,317 for the same period ending last year. This increase in revenues is primarily due to the strong performance of Elgrande's inaugural product-line, The Love Plates, in the giftware and home decor market.

For the quarter ended February 29, 2004, cost of revenues increased to $185,319. This represents the cost of inventory sold and the corresponding freight-in charges of importing products.

For the quarter ended February 29, 2004, gross profit was $58,997 versus $6,584 for the same period ending last year.

Comparison of the nine months ended February 29, 2004 and February 28, 2003.

For the nine months ended February 29, 2004, we had revenues of $685,558 versus $36,784 for the same period ending last year. This increase in revenues is primarily due to the strong performance of Elgrande's inaugural product-line, The Love Plates, in the giftware and home decor market.

For the nine months ended February 29, 2004, cost of revenues increased to $483,107. This represents the cost of inventory sold and the corresponding freight-in charges of importing products.

For the nine months ended February 29, 2004, gross profit was $202,451 versus $12,217 for the same period ending last year.

In addition, we had pending sales of $218,887 booked as at February 29, 2004.

Revenue accounts for sales of products that have been delivered to customers. Pending sales are sales orders that have been received but not shipped. The financial statements do not reflect pending sales as per GAAP.

Management is endeavoring to improve our operations. By improving inventory management, shipping logistics and product handling, we believe that costs of revenues can be further lowered to improve gross profits.

CHANGES IN FINANCIAL CONDITION

A summary of expenses for the three months ended February 29, 2004 compared to the period ended February 28, 2003 is as follows:

	2004	2003
Consulting	$ 12,337	$136,174
Selling Expense	50,218	-
Legal and other	30,047	4,060
Salaries	156,600	-
Depreciation and amortization	(1,160)	19,521
Office and administration	86,567	55,618
Travel and entertainment	30,787	15,719
Marketing and public relations	48,924	3,489
	$414,320	$234,581

There were some changes in our financial condition. Significant changes that warrant discussion include:

Consulting Fees

Consulting fees for the nine months ended February 29, 2004 were lower versus the
prior year's nine months due to the reduction in consulting contracts.

Selling Expense

The increase in the wholesale business activity and engagement of additional wholesale marketing agencies is reflected in increased sales commissions expenses.

Legal and Other

We incurred higher professional fees in the quarter as a result of legal services required and retained for the acquisition of Biscayne Bay Trading Corporation. These expenses are one-time and non-recurring expenses.

Salaries

There has been no significant increase in salaries expense. In the quarter ended February 28, 2003, this expense was pooled under Office and Administration.

Office and Administration

The increase in Office and Administration expenses for the nine months ended February 29, 2004 is directly related to the increase in wholesale business activity. Several non-recurring expenses were incurred, including the manufacturing of crates for the efficient shipment of products to trade shows and the cost of printing our bi-annual catalog for our marketing agencies and representatives. Also included in the amount are costs of shipments of samples to show rooms and brokerage charges incurred for our shipments.

Management is currently investigating other ways to improve its business administration. This may involve additional investments in information technology to create efficiencies.

Travel and Entertainment

Travel and entertainment expenses were almost doubled in the quarter ended February 29, 2004 as compared with February 28, 2003. Increased expenses resulted from:

* necessary attendance at trade shows to promote of our line of products in the North American market;

* attendance at European trade shows to secure new product lines;

* visits to our principal supplier and prospective suppliers' factory locations in Europe.

Marketing and Public Relations

We incurred Marketing and Public Relations expenses of $48,924 during the three months ending February 29, 2004 versus $3,489 for the previous year's three months. The increase is due to the higher volume of product information sheets given to sales agencies for marketing purposes and research on complementary products that would enhance our existing wholesale line. There were also additional news releases issued in regarding our business activities.

LIQUIDITY AND CAPITAL RESOURCES

TRENDS LIKELY TO HAVE A MATERIAL IMPACT ON SHORT & LONG TERM LIQUIDITY THE SUCCESS OF THE WHOLESALE LINE

In the previous fiscal year, we established relationships with a network of 12 wholesale marketing agencies and representatives covering the North American market. In this fiscal year to date, we have a total to 12 marketing agencies in the US and 6 marketing agencies in Canada. We have negotiated exclusive distribution rights with its supplier that providing the key products in our product line. Having established North American sales representation, along with the strength of its existing product line, Management believes that revenues will continue to grow to reach its full potential. This will position us to be cash flow positive, self-sustaining and ultimately, profitable.

UNCERTAINTIES LIKELY TO HAVE A MATERIAL IMPACT ON SHORT & LONG TERM LIQUIDITY

Uncertainties and/or fluctuations in the marketplace have an impact on Liquidity that cannot be quantified at this time.

INTERNAL AND EXTERNAL SOURCES OF CAPITAL

We have limited assets to sell in order to create short or long term liquidity. Therefore we are dependant on a combination of external sources for funding and the developing trend to positive net cash flow to maintain liquidity.

We have no material commitments requiring capital expenditures. There are no contracts with third parties that require funds.

We anticipate the need to develop sufficient inventory to meet sales demand. Short term, we will have to rely on external sources for funding to support immediate inventory requirements. Long-term, inventory build-up is planned to coincide with our ability to generate positive cash flow. Until such time as we have positive cash flow on a monthly basis, the dependence on external capital will remain.

There are no guarantees that we will be able to raise external capital in sufficient amounts or on terms acceptable to us. Our ability to demonstrate a consistent trend of positive cash flow and profitable quarters will have a beneficial effect on liquidity.

TRENDS, EVENTS OR UNCERTAINTIES THAT HAVE HAD OR THAT ARE REASONABLY EXPECTED TO HAVE A MATERIAL IMPACT ON NET SALES OR REVENUES OR INCOME FROM CONTINUING OPERATIONS

OPERATING ACTIVITIES

As revenue grows, so does the potential for trends, events and uncertainties to influence future cash flow and revenue.

Our wholesale activity is centered on procuring, importing, marketing and selling international products within the North American wholesale market. The current principal country of supply is Germany, with which we have negotiated exclusivity of product supply and currency rate. This will secure us a level of uniqueness of products in the marketplace and a reduction of exposure to foreign currency fluctuations between the Euro and US dollars.

Until such time we are able to diversify our source of supply and range of product, interruptions in supply from manufacturers may have a negative impact on operations, as would any major reduction in consumer demand.

Our principal product line is subject to two buying seasons. A Spring/Summer season, which has buying in the period late January through late April of each year, and a Fall/Winter season which has buying in the period late June through late October. There are order lulls in the periods between the two buying seasons, specifically November through January and May through June. The seasonality of the industry therefore has a material effect on the financial condition or results of operations.

We generated negative cash flow from operating activities for the period from inception (April 8, 1998) through February 29, 2004. We realized negative cash flow of $717,855 from operating activities for the nine months ending February 29, 2004 compared to negative cash flow of $482,295 from operating activities for the nine months ending February 28, 2003.

INVESTING ACTIVITIES

Investing activities for the period from inception through February 29, 2004 consisted primarily of the purchase of inventory, property and equipment and soft costs associated with the development of our wholesale activities.

FINANCING ACTIVITIES

Since inception, we financed operations through proceeds from the issuance of equity and debt securities and loans from shareholders and others. To date, we raised approximately $7 million from the sale of common stock and have borrowed approximately $2 million from investors and shareholders. Funds from these sources have been used as working capital to fund the on-going development of our wholesale division.

During the quarter ending August 31, 2003, we underwent capital restructuring. Since then we have been engaged in a turnaround process that entailed shifting the business focus to importing and wholesale distribution in the giftware and home decor sector. This transition has been extremely successful as evidenced by our increasing sales and revenue. Our Board and management have been focused on carefully examining ways and means of continuing to move ahead. This process included speaking with key suppliers, large customers and potential funding sources. By August 2003, it had become clear that capital restructuring was a necessary step to allow the expansion of its product base, to sign large customers, to improve its due diligence profile with key account customers and suppliers, and to conclude negotiations for the funding necessary to support and grow the business. Upon reviewing these facts and on the advice of counsel, the Board decided that it was in our long-term best interest and the best interests of our shareholders to effectuate a change in our capital structure, and thereby provide us with a more stable base to build upon. In August 2003 we effected a 10 for 1 reverse split of our common stock.

In the quarter ended February 29, 2004, $424,388 of the Company's debt was converted into common stock by the issuance of 1,591,567 shares of common stock. The conversion will facilitate the ability to raise capital to finance future growth. In addition, this alleviates the interest burden on operating cash flow.

Our financing activities for the quarter ended February 29, 2004 provided a net total of $255,616. Cash at the end of the period was $51,952. As of April 13, 2004, we had cash of $109,740.

Item 2. Changes in Securities.

(a) Not applicable.

(b) Not applicable.

(c) The following provides information of all sales of outstanding stock in the quarter ended February 29, 2004 which were not registered under the Securities Act of 1933 (the "Act"):

Date	**Title and Amount**	**Purchasers**	**Principal Underwriter**	**Total Offering Price/Underwriting Discounts**
Dec 2003	48,572 shares of common stock	Private Investors	NA	Subscription agreements valued at $11,910.78/NA
Jan 2004	47,757 shares of common stock	Private Investors	NA	Convertible debentures valued at $9,456/NA
Jan 2004	531,250 shares of common stock	Private Investor	NA	Loans valued at $159,375/NA
Jan 2004	45,813 shares of common stock	Consultant	NA	Debt valued at $10,000/NA
Feb 2004	213,675 shares of common stock	Private Investor	NA	Loans valued at $30,769/NA
Feb 2004	83,912 shares of common stock	Consultant s	NA	Professional services valued at $19,006/NA
Feb 2004	467,426 shares of common stock	Private Investor	NA	Loans valued at $150,785/NA
Dec. 2003 - Feb 2004	1,917,410 shares of common stock pursuant to the Company's Series A Senior Subordinated Convertible Redeemable Debenutes due October 31, 2004	Private Investors	NA	Valued at $0.13 to $0.31 per share/NA

(d) Not applicable.

Item 6. Exhibits and Reports on Form 8-K.

(a) EXHIBITS

No.	Description
31	Certification of Michael Holloran Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002, filed herewith
32	Certification of Michael Holloran Pursuant to 18 U.S.C. 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, filed herewith.

(b) Reports on Form 8-K relating to the quarter ended February 29, 2004.

The Company did not file any reports on Form 8-K during the quarter ended February 29, 2004.

SIGNATURES

Pursuant to the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

ELGRANDE.COM, INC.

By: /s/ Michael F. Holloran

Michael F. Holloran
President and Chief Executive Officer (Principal Executive and Financial Officer)

Dated: April 14, 2004

Exhibit 31

CERTIFICATION OF CHIEF EXECUTIVE OFFICER

I, Michael F. Holloran, certify that:

(1) I have reviewed this quarterly report on Form 10-QSB of Elgrande.com, Inc.

(2) Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

(3) Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the small business issuer as of, and for, the periods presented in this report;

(4) I am responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the small business issuer and have:

(a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the small business issuer, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

(b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

(c) Evaluated the effectiveness of the small business issuer's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

(d) Disclosed in this report any change in the small business issuer's internal control over financial reporting that occurred during the small business issuer's most recent fiscal quarter (the small business issuer's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the small business issuer's internal control over financial reporting; and

(5) I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the small business issuer's auditors and the audit committee of the small business issuer's board of directors (or persons performing the equivalent functions):

(a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the small business issuer's ability to record, process, summarize and report financial information; and

(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the small business issuer's internal control over financial reporting.

/s/ Michael F. Holloran

Michael F. Holloran

Date: April 14, 2004

Exhibit 32

CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350 AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of Elgrande.com, Inc. (the "Company") On Form 10-QSB for the period ended February 29, 2004 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Michael F. Holloran, Chief Executive Officer and Principal Financial Officer of the Company, certify, pursuant to 18 U.S.C. section 1350, as adopted pursuant to section 906 of the Sarbanes-Oxley Act of 2002, that to the best of my knowledge: (1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and (2) The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company.

/s/ Michael F. Holloran
Michael F. Holloran
Chief Executive Officer and Principal Financial Officer

April 14, 2004